

B 210A (Form 210A) (12/09)

United States Bankruptcy Court

Southern District of New York

In re Lehman Brothers Holdings Inc., et al., Debtors.

Case No. 08-13555 (JMP)
(Jointly Administered)

PARTIAL TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

GOLDMAN SACHS LENDING PARTNERS LLC

Name of Transferee

MONARCH MASTER FUNDING LTD

Name of Transferor

Name and Address where notices to transferee should be sent:

Goldman Sachs Lending Partners LLC
c/o Goldman, Sachs & Co.
30 Hudson Street, 5th Floor
Jersey City, NJ 07302
Fax: 646-769-7700
Contact: Michelle Latzoni
Phone: 212-934-3921
Email: gsd.link@gs.com

Court Claim # (if known): 67080

Total Amount of Claim as Filed: \$565,870,087.00

Amount of Claim as Allowed: \$325,000,000.00

Allowed Amount of Claim to be Transferred:

\$7,431,974.50

Date Claim Filed: 9/20/2010

Debtor: Lehman Commercial Paper Inc.


Name and Address of Transferor:

Monarch Master Funding Ltd
c/o Monarch Alternative Capital LP
535 Madison Avenue, Floor 26
New York, NY 10022
Attn: Michael Gillin
E-mail: michael.gillin@monarchlp.com;
fundops@monarchlp.com
Phone: (212) 554-1743
Fax: (866) 741-3564

**** See attached Exhibit A for Evidence of
Partial Transfer of Claim ****

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

GOLDMAN SACHS LENDING PARTNERS LLC

By:  **Michelle Latzoni**
Authorized Signatory
Transferee Transferee's Agent

Date: 12 / 28 / 12

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

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Exhibit A

Evidence of Transfer from Transferor to Transferee

(See attached.)

EXHIBIT B

EVIDENCE OF PARTIAL TRANSFER OF CLAIM

TO: United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court")
Attn: Clerk

AND TO: Lehman Commercial Paper Inc. (the "Debtor")
Case No. 08-13555 (JMP) (Jointly Administered) (the "Case")

Proof of Claim Number 67080

MONARCH MASTER FUNDING LTD and its successors and assigns ("Seller"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, does hereby certify that it has unconditionally and irrevocably sold, transferred and assigned unto:

GOLDMAN SACHS LENDING PARTNERS LLC
c/o Goldman, Sachs & Co.
30 Hudson Street, 5th Floor
Jersey City, NJ 07302
Fax: 646-769-7700
Contact: Michelle Latzoni
Phone: 212-934-3921
Email: gsd.link@gs.com

and its successors and assigns ("Buyer"), all right, title and interest in and to Proof of Claim Number 67080, solely to the extent of \$7,431,974.50, (the "Claim") against Debtor in the Case in the Bankruptcy Court, or any other court with jurisdiction over the bankruptcy proceedings of the Debtor.

Seller hereby waives any objection to the transfer of the Claim to Buyer on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges and understands, and hereby stipulates that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Buyer the Claim and recognizing the Buyer as the sole owner and holder of the Claim.

You are hereby directed to make all future payments and distributions, and to give all notices and other communications, in respect of the Claim to Buyer.

IN WITNESS WHEREOF, the undersigned has duly executed this Evidence of Partial Transfer of Claim by its duly authorized representative dated December 20, 2012.

GOLDMAN SACHS LENDING PARTNERS LLC

By: 

Name:

Title:

Michelle Latzoni

Authorized Signatory

Monarch Master Funding Ltd

By: Monarch Alternative Capital LP

Its: Advisor

By: _____

Name:

Title:

EXHIBIT B

EVIDENCE OF PARTIAL TRANSFER OF CLAIM

TO: United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court")
Attn: Clerk

AND TO: Lehman Commercial Paper Inc. (the "Debtor")
Case No. 08-13555 (JMP) (Jointly Administered) (the "Case")

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You are hereby directed to make all future payments and distributions, and to give all notices and other communications, in respect of the Claim to Buyer.

IN WITNESS WHEREOF, the undersigned has duly executed this Evidence of Partial Transfer of Claim by its duly authorized representative dated December 28, 2012.

GOLDMAN SACHS LENDING PARTNERS LLC

By: _____
Name:
Title:

Monarch Master Funding Ltd
By: Monarch Alternative Capital LP
Its: Advisor

By: _____
Name: **Andrew J. Herenstein**
Title: **Managing Principal**